



Legal Department, 17th Floor
800 Boylston Street, Boston, Massachusetts 02199

JOHN COPE-FLANAGAN
Assistant General Counsel

Cambridge Electric Light Company
Direct Dial: (617) 424-2103
Telecopier: (617) 424-2733
John.Cope-Flanagan@Nstaronline.com

April 16, 2002

Mary L. Cottrell, Secretary
Department of Telecommunications & Energy
One South Station, 2nd Floor
Boston, Massachusetts 02110

Re: Cambridge Electric Light Company
D.T.E. 01-94

Dear Madam Secretary:

Enclosed for filing with the Department of Telecommunications and Energy (the "Department") on behalf of Cambridge Electric Light Company (the "Company") please find the Amended Motion of Cambridge Electric Light Company For A Protective Order. This Motion amends the Company's requests for protective orders previously filed with the Department on January 28, 2002 and February 7, 2002, by including a specific time period for protective treatment. If you have any questions in this matter, please contact me.

Sincerely,

A handwritten signature in cursive script that reads "John Cope-Flanagan".

John Cope-Flanagan

Enclosure

cc: Caroline O'Brien, Hearing Officer
Jesse S. Reyes, Hearing Officer
Esat Serhat Guney, Analyst, Rates and Revenue Requirements Division
Joseph Tiernan, Analyst, Rates and Revenue Requirements Division
Miguel Maravi, Analyst, Rates and Revenue Requirements Division
Alexander Cochis, Esq., Assistant Attorney General
Carrol R. Wasserman, Esq.
David Rosenzweig, Esq.
Stephen Klionsky, Esq.

**COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY**

Cambridge Electric Light Company)
_____))

D.T.E. 01-94

CERTIFICATE OF SERVICE

I hereby certify that I have this day served the foregoing Motion in accordance with Department rules.



John Cope-Flanagan

Attorney for
NSTAR Electric & Gas Corporation
800 Boylston St., Floor 17
Boston, MA 02199

DATED: April 16, 2002

COMMONWEALTH OF MASSACHUSETTS
DEPARTMENT OF TELECOMMUNICATIONS AND ENERGY

Cambridge Electric Light Company)
_____))
_____)

D.T.E. 01-94

**AMENDED MOTION OF CAMBRIDGE ELECTRIC LIGHT COMPANY FOR A
PROTECTIVE ORDER**

I. INTRODUCTION

On November 2, 2001, Cambridge Electric Light Company ("Cambridge") filed with the Department of Telecommunications and Energy (the "Department") a Petition for Approval of a 2001 Amendatory Agreement between Cambridge and the Vermont Yankee Nuclear Power Corporation ("Vermont Yankee"), docketed by the Department as D.T.E. 01-94 (the "Petition"). The Petition seeks Department approval of a 2001 Amendatory Agreement between Cambridge and Vermont Yankee relating to power contracts that include amendments to the existing power contract obligations between Cambridge and Vermont Yankee. The 2001 Amendatory Agreement is associated with the proposed sale by Vermont Yankee of its nuclear power station (the "Station") to Entergy Nuclear Vermont LLC and Entergy Corporation (together, "Entergy").

During the course of this proceeding, Cambridge has requested protective treatment for a number of documents, as follows: Exh. AG-1-3 (all attachments), Exh. AG-1-4 (all attachments), Exh. AG-1-11 (all attachments), Exh. AG-1-12 (Attachment AG-1-12(a)), Exh. AG-1-18 (Attachments AG-1-18 (a)(1), (a)(3), (c) and (e)), Exh. AG-1-20 (Attachment AG-1-20), Exh. AG-1-25 (redacted information), Exh. AG-1-26

(Attachments AG-1-26 (c), (h), (i), (j), (k), (aa), (bb) and (ee)), Exh. AG-1-27 (all attachments); and Exh. DTE-CEL-1-1 (Attachment DTE-CEL-1-1). See Cambridge Motion for a Protective Order (January 28, 2002); Cambridge Motion for A Protective Order (February 7, 2002). In addition, Cambridge addressed the need for protected treatment of such documents at the Department's evidentiary hearing on February 28, 2002, and in the Company's Initial Brief, submitted on March 20, 2002. See Company Initial Brief at 19-22; Tr. 1, at 7-11. Further, on March 5 and 8, 2002, the Company submitted responses to three record requests that also contain proprietary, confidential and highly sensitive information. See Attachment RR-AG-2, RR-AG-9, RR-AG-10, Attachment RR-AG-10(a) and Attachment RR-AG-10(b). Accordingly, the Company files this amended motion for a protective order (the "Amended Motion"), requesting that the Department protect from public disclosure the exhibits and record request responses listed above for a period of 10 years, with an opportunity to extend such protection at the end of the initial ten-year period for an additional 10 years upon a showing of good cause by the Company.

II. THE EXHIBITS AND RECORD REQUEST RESPONSES REFERENCED ABOVE ARE PROPRIETARY, CONFIDENTIAL AND HIGHLY SENSITIVE AND WARRANT PROTECTION FROM DISCLOSURE

The information in the above-referenced documents should be protected from public disclosure because the information contained therein is confidential, competitively sensitive and proprietary, consistent with the Department's Standard of Review. See

Company Motion for a Protective Order at 2-3 (January 28, 2002).¹ Overall, Cambridge is seeking protection for those responses to information requests and record requests that relate directly to the auction of the Station, pertain to the bidders or material facts relating to their bids, or contain information that, if released to the public, may jeopardize the security of the Station.

The confidential material in the above-referenced documents generally falls into three categories, although some documents fall into multiple categories. The first category is commercially sensitive information or processes. It is important that this information be held confidential because its disclosure could harm financially the parties to the sale of the Station. Disclosure of this material could also harm the interests of the Company's customers in other asset divestitures. Company Motion for a Protective Order at 4 (January 28, 2002); Initial Brief at 20.

The second category of confidential information relates to bid information. It is self-evident that public release of this information could endanger the sale of the Station. In addition, release of this information to the public could also harm customers in ongoing asset divestitures (for example, the divestiture of the Seabrook nuclear generating facility) or in the context of standard offer service and default service procurement. Initial Brief at 20-21.

The third category of confidential material relates to plant security. Because of heightened concerns after the events of September 11th, it is important to keep diagrams,

¹ Cambridge incorporates by reference herein the arguments and reasoning set forth in its prior motions for a protective order and its Initial Brief.

charts and descriptions of the physical aspects of the plant protected. See, e.g., Exh. AG-1-26 (g), (h), (j), (bb) and (ee).

In this Amended Motion, Cambridge renews its requests for confidentiality for the documents listed above and the information derived from the confidential documents (including testimony from the confidential portion of the Company's evidentiary hearing on February 28, 2002). However, Cambridge wishes to amend its prior motions and its Initial Brief in one important respect. Cambridge amends its prior requests by proposing a "sunset" date on the confidentiality of the protected material, i.e., the Company requests that the documents listed above (and information derived therefrom) be held as protected for 10 years from the date of the Department's final Order in this matter. In addition, Cambridge requests an opportunity to petition the Department to maintain the documents as confidential for an additional 10 years, maximum, if the Company should deem it necessary at the end of the initial 10-year period. Therefore, after a period of 10 years, unless the Department extends the period, the material in question will become public.

Cambridge recognizes that it is in the public interest to make submitted documents available to the public at some point in the future and believes that the ten-year period balances: (1) the interests of the Company's customers, the parties to the sale of the Station and security with (2) the interest in making the material public.

III. CONCLUSION

Cambridge respectfully requests that the Department grant this Amended Motion, and thereby issue a Protective Order for the documents listed above, for a period of 10 years from the date of the Department's final Order in this proceeding; provided that Cambridge may request protected treatment for an additional 10 years at the end of the original ten-year term.

WHEREFORE, for the reasons set forth herein, Cambridge respectfully requests that the Department allow Cambridge's Amended Motion for a Protective Order.

Respectfully submitted,

CAMBRIDGE ELECTRIC LIGHT COMPANY

By Its Attorneys,


John Cope-Flanagan, Esq.

NSTAR Electric & Gas Corporation
800 Boylston Street
Boston, MA 02199
(617) 424-2103 (telephone)
(617) 424-2733 (facsimile)

-and-


David S. Rosenzweig, Esq.

John K. Habib, Esq.
Keegan, Werlin & Pabian, LLP
21 Custom House Street
Boston, Massachusetts 02110
(617) 951-1400 (telephone)
(617) 951-1354 (facsimile)

Date: April 16, 2002